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August 31, 2005

 **ORIGINAL**

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AUG 31 2005

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Via Hand Delivery

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Federal Communications Commission
Office of Secretary

Re: Northeast Communications of Wisconsin, Inc. dba Cellcom
CC Docket 94-102
Request For Limited Waiver and Extension of the
Commission's Phase II E911 Rules

Dear Ms. Dortch:

On behalf of Northeast Communications of Wisconsin dba Cellcom ("Cellcom"), we hereby submit a request for limited waiver and extension of the Commission's Phase II E911 rules ("waiver request").

In addition, pursuant to § 0.459 of the Commission's Rules ("Rules"), Cellcom requests that the Commission not make exhibits 4, 5, and 12 that are part of its waiver request routinely available for public inspection. In support of this request, Cellcom submits the following information as required by § 0.459(b) of the Rules.

1. Cellcom request that exhibits 4, 5, and 12 that are part of its waiver request be given confidential treatment.
2. Exhibits 4, 5, and 12 are being submitted as part of Cellcom's request for a limited waiver and extension of the Commission's Phase II E911 rules.
3. Exhibits 4, 5, and 12 contain information that details regarding subscriber count and business planning relating to E911. Such information is commercially sensitive and not customarily released to the public.

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August 31, 2005

Page 2

4. As described in item number 3, above, Exhibits 4, 5, and 12 relate to subscriber count and business planning regarding E911. The disclosure of this competitively and sensitive information can have a direct, adverse affect on the Cellcom.

5. Disclosure of the information contained in Exhibits 4, 5, and 12 could cause substantially competitive harm to Cellcom. For example, these exhibits contain subscriber count, including a breakdown of the number of subscribers per county, which would aid competitors in targeting certain of its subscribers; especially in light of the Commission number portability rules that are in effect. If such information is publicly available, Cellcom would suffer competitive harm.

6. In order to prevent unauthorized disclosure of Exhibits 4, 5, and 12, Cellcom is submitting these exhibits separately to those parties at the Commission who will be reviewing its waiver request. Cellcom has also not provided these exhibits to any third parties who are not under an obligation to treat these exhibits as confidential.

7. Exhibits 4, 5, and 12 have not been made available to the public.

8. Cellcom presently intends to remain Commission licensees and CMRS providers indefinitely. So long as they remain licensed CMRS operators, Exhibits 4, 5, and 12 should not be made available for public disclosure.

9. Not Applicable.

For all the foregoing reasons, Cellcom respectfully requests that Exhibits 4, 5, and 12 that are part of its waiver request be withheld from public inspection.

Very truly yours,

A handwritten signature in black ink, appearing to read "Tom Gutierrez", with a long, sweeping horizontal line extending to the right.

Thomas Gutierrez

Todd Slamowitz

Attorneys for Northeast Communications, Inc. dba Cellcom

**Before The
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554**

In the Matter of

**Revision of the Commission's Rules To
Ensure Compatibility With Enhanced 911
(E911) Emergency Calling Systems**

CC Docket 94-102

To: Wireless Telecommunications Bureau

**REQUEST FOR A LIMITED WAIVER AND EXTENSION
OF THE COMMISSION'S PHASE II E911 RULES**

Northeast Communications of Wisconsin, Inc. dba Cellcom, on behalf of itself and its affiliates¹ (collectively "Cellcom"), by counsel and pursuant to 47 C.F.R. § 1.925, hereby requests a limited waiver and extension of the 47 C.F.R. § 20.18(g)(1)(v) Phase II enhanced 911 (E911) requirement that Tier III carriers achieve a location-capable handset penetration rate among its subscribers of at least 95% by December 31, 2005 ("95% subscriber penetration requirement").²

As set forth below, enforcement of the 95% subscriber penetration requirement to Cellcom would not serve the underlying purpose of the rule. Further, it would ignore the unique facts and circumstances involving Cellcom's markets. As such, grant of the limited waiver and extension request would serve the public interest. In addition, as set

¹ Cellcom's affiliates for the purpose of this petition include the following entities: Brown County MSA Cellular Limited Partnership; Northeast Communications of Wisconsin, Inc.; Nsighttel Wireless, LLC; Wausau Cellular Telephone Company Limited Partnership; Wisconsin RSA #4 Limited Partnership; and Wisconsin RSA #10 Limited Partnership.

² Revisions of Commission's Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems, CC Docket No. 940192, *Order to Stay* (rel. July 26, 2002).

forth in Section 106(a) of the Act, the Commission is to grant a waiver to Tier III carriers “if strict enforcement of the 95% subscriber penetration requirement would result in consumers having decreased access to emergency services.”³ Here, that would be the case.

I. BACKGROUND

Cellcom has been providing wireless service in rural northeast Wisconsin since 1987. It holds numerous CMRS licenses, including those set forth in Exhibit 1 that are subject to this request, and operates a CDMA network. As described more fully below, Cellcom has deployed a “handset-based” E911 solution throughout its wireless network.

II. RELIEF SOUGHT

With respect to the twenty-one (21) counties in which Cellcom currently provides service, as set forth in Exhibits 2, Cellcom requests a waiver of 47 CFR § 20.18(g)(1)(v) and a twenty-seven (27) month extension (or until March 31, 2008) of the requirement that Tier III carriers must achieve a penetration rate for location-capable handsets among its subscribers of at least 95% by December 31, 2005.

III. E911 PHASE II COMPLIANCE TO DATE

Cellcom has met every Phase II handset based deadline to date, well in advance of the Commission’s deadline. See Exhibit 3. Cellcom commenced selling and activating

³ In December 2004, Congress enacted the Ensuring Needed Help Arrives Near Callers Employing 911 Act of 2004 (*ENHANCE 911 Act*). The *ENHANCE 911 Act* directed the Commission to grant qualified Tier III carriers’ requests for relief of the December 31, 2005 ninety-five percent penetration deadline for location-capable handsets, as set forth in Section 20.18(g)(1)(v) of the Commission’s Rules, if “strict enforcement of the requirements of that section would result in consumers having decreased access to emergency services.”

location-capable handsets on February 13, 2003, i.e. well before the Commission mandate that Tier III carriers begin selling and activating location-capable handsets no later than September 1, 2003. Further, by August 31, 2003, Cellcom sales of location-capable handsets exceeded 25 percent in all its markets. (The Commission did not require 25 percent compliance until November 30, 2003 for Tier III Carriers). Additionally, by May 31, 2004, Cellcom sales of location-capable handsets exceeded 89 percent in each of its markets (The Commission required only 50 percent compliance as of May 31, 2004 for Tier III Carriers). Finally, the Commission rules required that by November 30, 2004, Tier III carriers ensure that 100 percent of all new digital handsets be location-capable. Cellcom achieved this benchmark on April 1, 2004 when it instituted a policy requiring that only location-capable handsets be sold by Cellcom or its agents.

With respect to the 95% subscriber penetration requirement here at issue, as of April 4, 2005, 65.56% of Cellcom's subscribers are already using location-capable handsets. See Exhibit 4⁴. This is a sharp increase from January 1, 2004, when only about 15% of its subscribers were using location-capable handsets. Thus, as Exhibit 5 demonstrates, Cellcom has made substantial strides toward increasing the percentage of location-capable handsets among its subscribers during 2004.

IV. Waiver Standard

A waiver is appropriate whenever special circumstances warrant a deviation from the general rule, and such a deviation will serve the public interest.⁵ The Commission has

⁴ Since April 4, 2005, Cellcom has increased its penetration of location-capable handsets among its subscribers to 75 percent.

⁵ 47 C.F.R. § 1.3; *Northeast Cellular Telephone Co. v. FCC*, 897 F.2d 1164, 1166 (D. C. Cir. 1990) (citing *WAIT Radio v. FCC*, 418 F.2d 1153, 1159 (D. C. Cir. 1969)).

established standards to be used when acting upon requests for a waiver of E911 deadlines and obligations.⁶ The Commission has held that it will grant waiver requests that are specific, focused, and limited in scope, with a clear path to full compliance.⁷ Further, the Commission has stated that carriers should undertake concrete steps necessary to come as close as possible to full compliance and should document their efforts aimed at compliance in support of any waiver request.⁸ As set forth below, Cellcom meets the Commission's standards and that the circumstances underlying the request, in sum, present a special case that justifies a limited E911 Phase II waiver and extension.

V. A WAIVER IS NECESSARY TO SERVE THE PUBLIC INTEREST

A. Public Safety Answering Point (PSAP) Readiness To Process Phase II Requests

i. Wisconsin

Cellcom provides service in seventeen (17) counties in Wisconsin (see Exhibit 2). As set forth in Exhibit 6 which provides the anticipated Phase I and Phase II dates of PSAPs located within Wisconsin, only two of these seventeen (17) PSAP Counties (Fond du Lac County and Portage County) are capable of processing Phase II E911 information.⁹ At this time, Fond du Lac County has not requested E911 service from Cellcom. With respect to Portage County, Cellcom implemented Phase II service on August 16, 2005. To date, Cellcom has received Phase II PSAP requests from nine (9)

⁶ *Revision of the Commission's Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems*, CC Docket No. 94-102, Fourth Memorandum Opinion and Order, 15 FCC Rcd 17442, 17457-58, paras. 43-44 (2000) (*E911 Fourth Memorandum Opinion and Order*).

⁷ *E911 Fourth Memorandum Opinion and Order*, 15 FCC Rcd at 17458, para. 44.

⁸ *Id.*

⁹ In addition, Manitowoc County and Marinette County have formally notified Cellcom about a change in their anticipated Phase II implementation schedule (see Exhibit 7).

PSAPs which (collectively) serve the following counties: Lincoln, Manitowoc, Marinette, Portage, Brown, Outagamie, Winnebago, Calumet and Vilas (it is noted that Cellcom currently does not provide service in Vilas County and Lincoln County). Except for Portage County, these counties are not Phase II ready and are not expected to be Phase II ready until at least the fourth quarter of 2005 at the earliest (Calumet County, Outagamie County, Winnebago County, and Brown County all indicate that they will be Phase II ready by the Fourth Quarter of 2005). Nonetheless, if and when these PSAPs are Phase II Ready, Cellcom will be capable of delivering Phase II information to these PSAPs. In addition, none of the other ten (10) counties in Wisconsin in which Cellcom provides service have made any Phase II request. Moreover, three (3) counties (Iron County, Menominee County, and Taylor County) in Cellcom's service area have no plans to implement Phase II service in the foreseeable future. Finally, Cellcom has been in communication with several PSAPs regarding the timeframe for Phase II compliance and anticipates working more closely with them as each PSAP moves toward being Phase II ready. More importantly, a few of these PSAP Counties have indicated that they do not oppose the Phase II relief sought by Cellcom (see Exhibit 8).¹⁰ Specifically, Portage County, the first county in Wisconsin in which Cellcom will begin delivering Phase II information, does not oppose Cellcom's request for relief with the Commission.

ii. Michigan

Cellcom provides service in four (4) counties in Michigan (see Exhibit 2). It has implemented Phase I and Phase II service in each of these Counties. Further, as acknowledged by the Marquette County PSAP, Cellcom is far ahead of most other

¹⁰ Should Cellcom obtain any additional letters of support from the PSAPs in its service area, it will supplement its waiver request accordingly.

wireless carriers in the rural parts of Michigan that it currently provides service (see Exhibit 9).

B. Commitment and Path to Achieving Compliance

As demonstrated by the substantial increase in location-capable handsets among its subscribers during 2004, Cellcom is, and has been, committed to moving toward the 95% subscriber penetration requirement. Cellcom has selected Intrado as its E911 services and ALI database provider. It has also ensured that all new handsets sold and activated are location-capable. More than a year ago, Cellcom instituted a firm company policy requiring that all handsets activated and upgraded by Cellcom employees be location-capable handsets. See Exhibit 10. In addition, Cellcom instituted a policy that, as of April 1, 2004, all handsets sold or activated by Cellcom agents be location capable. See Exhibit 11. As a result of these policies, Cellcom was more than timely in meeting the November 30, 2004 requirement that Tier III carriers ensure that all new handsets sold and activated are location-capable.

Cellcom believes it will be able to meet the 95% subscriber penetration requirement by March 31, 2008 — one month after the date in which the Commission's analog requirement sunsets. That impending analog sunset will likely provide an incentive for customers to upgrade their handsets. However, until Cellcom is able to build out its digital network to the extent that it would provide the same coverage as its analog service in rural parts of its service area, Cellcom will have difficulty converting those analog subscribers to location-capable handsets. This is true even if Cellcom offers a substantial rebate on location capable handsets in order to entice analog subscribers to transition to digital. Finally, Cellcom anticipates that about 72 percent of its subscribers

will have location-capable handsets by December 31, 2005 and about 85 percent by December 31, 2006. Nonetheless, it expects conversion of the remaining 15 percent to be a slower process due to the various factors described herein.

C. Extenuating Circumstances Cause Rigid Enforcement of Section 20.18(g)(1)(v) To Be Contrary To The Public Interest¹¹

Cellcom has faced considerable difficulty in converting its existing customers to location-capable handsets. The root of this problem is, in considerable part, the high level of service provided by Cellcom. This has resulted in an unusually low monthly customer churn rate of [redacted] during 2004. It has also contributed to an incredibly low customer equipment upgrade rate. Specifically, Cellcom's customers average about [redacted] months with the same handset (according to the Commission, the industry churn rate on handsets is 18-24 months). Another reason for the low customer equipment upgrade rate is that Cellcom's customers include government agencies and school districts, which at this time, have not worked into their budget location-capable handsets. In addition, Cellcom's service area is predominately rural (wooden terrain, lakes, etc) in which existing handsets provide them with exceptional coverage. Specifically, a considerable number of Cellcom's customers use 3 watt analog "bag phones" (approximately [redacted] customers or [redacted] of its customer base have these phones). Their transmitting power provides for superior coverage in rural areas, which simply cannot be duplicated by E911 compliant digital handsets. The maps provided in Exhibit 13 demonstrate that the signal strength with the analog handsets

¹¹ This argument contains specific commercial information, the disclosure of which would be likely to cause substantial harm to the competitive position of Cellcom. Hence, Cellcom finds it best to redact the information it deems confidential and include the unredacted version of the argument as a confidential exhibit (exhibit 12).

being used by Cellcom customers provides far greater coverage than the digital handsets. Specifically, in such rural, wooded areas as exist in Cellcom's service area, analog coverage could exceed four times the coverage provided by digital from a similar cell location. Whereas, in theory, digital coverage could be expanded, such expansion would require the addition of multiple digital sites for each one that is changed from analog to digital. Given the ultra-rural nature of considerable portions of Cellcom's service area, this theoretical option is not practically available. Thus, these customers have a strong disincentive to upgrade to a location-capable handset. In order to speed up the conversion process, Cellcom has, and will continue to, offer incentive programs to entice handset upgrades. These incentive programs have been somewhat successful, but Cellcom nonetheless anticipates that conversion of its existing customers will be a slow process. Specifically, Cellcom anticipates meeting the 95% subscriber penetration rate by March 31, 2008.

D. Strict Enforcement of the 95% Subscriber Penetration Rule Would Result in Consumers Having Decreased Access to Emergency Services

Strict enforcement of the 95% subscriber penetration rule would most likely force Cellcom to expend unnecessary resources in order to merely satisfy the Commission's rules. This is the case even though it is more than likely that no or very few PSAPs in its service area will be capable of receiving Phase II information on December 31, 2005. Currently, Cellcom's analog customers have the ability to dial "911" in rural areas of Wisconsin. For example, if a Cellcom subscriber drives a mere 30 miles outside of Green Bay, it will encounter heavily wooded, remote, rural landscape. Nonetheless, that customer, with its analog handset, will still be able to dial "911" should an emergency

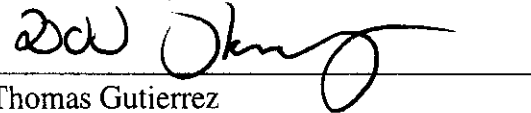
arise. Strict enforcement of the 95% subscriber penetration rule would prevent that customer from obtaining emergency services (such as the ability to dial "911") because, if forced to transition analog subscribers to digital handsets, Cellcom would not be capable of duplicating that same coverage for its digital network by December 31, 2005. At this time, there is not a business incentive to first concentrate on providing equivalent digital coverage in the rural, remote areas of its licensed area (achieving such a result would require additional cell sites to those currently in place for its analog network). Rather, Cellcom's focus is on upgrading its digital network in other parts of its licenses area that would ultimately provide for better and more expansive wireless service instead of having to expend additional resources on upgrading its handsets; specifically those analog subscribers that are presently receiving exceptional service. If forced to comply with the 95% subscriber penetration rule, the end result will be a system whereby consumers have "decreased access to emergency services"; especially in rural and remote areas of Cellcom's service area.

VI. Conclusion

Based on the foregoing reasons, grant of a limited waiver of the Commission's Phase II E911 rules will serve the public interest.

Respectfully submitted,

NORTHEAST COMMUNICATIONS OF
WISCONSIN, INC. DBA CELLCOM



Thomas Gutierrez
Todd Slamowitz

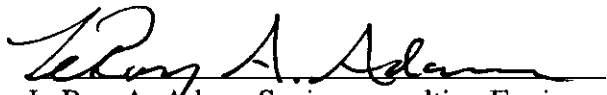
Its Attorneys

Lukas, Nace, Gutierrez & Sachs, Chartered
1650 Tysons Boulevard, Suite 1500
McLean, VA 22102
703-584-8678

August 31, 2005

ENGINEERING STATEMENT

The Engineering Division of the law firm of Lukas, Nace, Gutierrez and Sachs has been retained to assist Northeast Communications of Wisconsin dba Celcom on one engineering matter relating to the subject E911 request. Specifically, we have been asked to provide a realistic estimate of the difference in coverage between analog and digital operations in the Cellcom system. Our estimates are set forth in the attached maps (see Exhibit 13). They are expressly predicated upon, and limited to, the terrain and related matters involved in the Cellcom system. As set forth in the attached maps, there often will be four times (or more) as much the coverage by analog service as there would be by digital service. The differences will vary somewhat cell-by-cell and depending upon whether omni or directional settings are utilized, as also depicted on the attached maps.


LeRoy A. Adam, Senior consulting Engineer

DECLARATION OF LARRY LUECK

I, Larry Lueck, declare under penalty of perjury that the foregoing is true and correct.

1. I am the Manager of Government Relations of NE Communications of Wisconsin, Inc. dba Cellcom.
2. I am familiar with the facts contained in the foregoing "Request for Limited Waiver and Extension of the Commission's Phase II E911 Rules", and I verify that those facts are true and correct to the best of my knowledge and belief, except that I do not and need not attest to those facts which are subject to official notice by the Commission.



Larry Lueck
August 30, 2005

Exhibit 1

CMRS Licenses

Licensee	Call Sign(s)	Radio Service	Market(s)
Brown County MSA Cellular Limited Partnership	KNKA547	CL	CMA186- Green Bay, WI
Metro Southwest PCS, LLP	KNLF931, KNLG938, KNLG939, KNLG940, KNLG941, KNLG942, KNLG943	CW	BTA019- Appleton-Oshkosh, WI; BTA148- Fond du Lac, WI; BTA206- Iron Mountain, MI; BTA207- Ironwood, MI; BTA276- Manitowac, WI; BTA417- Sheboygan, WI; BTA466- Wasusau-Rhineland, WI
Northeast Communications of Wisconsin, Inc.	KNLF999	CW	BTA173- Green Bay, WI
Wausau Cellular Telephone Company Limited Partnership	KNKA619	CL	CMA263- Wausau, WI
Wisconsin RSA No. 4 Limited Partnership	KNKN395	CL	CMA711 – Wisconsin 4 – Marinette
Wisconsin RSA-10 Limited Partnership	KNKN294	CL	CMA717 – Wisconsin 10 - Door
Nsighttel Wireless, LLC	KNLH353	CW	BTA432 - Stevens Point-Marshfield-Wisconsin Rapids, WI

Exhibit 2

Counties Cellcom Provides Service

Cellcom currently provides service in the following seventeen (17) counties within Wisconsin: Brown, Calumet, Door, Fond du Lac, Iron, Kewaunee, Manitowoc, Marathon, Marinette, Menominee, Oconto, Outagamie, Portage, Shawano, Sheboygan, Waupaca and Winnebago.

Cellcom currently provides service in the following four (4) counties within Michigan: Delta, Houghton, Marquette and Dickinson.

Exhibit 3

FCC & Cellcom Benchmark Dates

Thursday, December 23, 2004

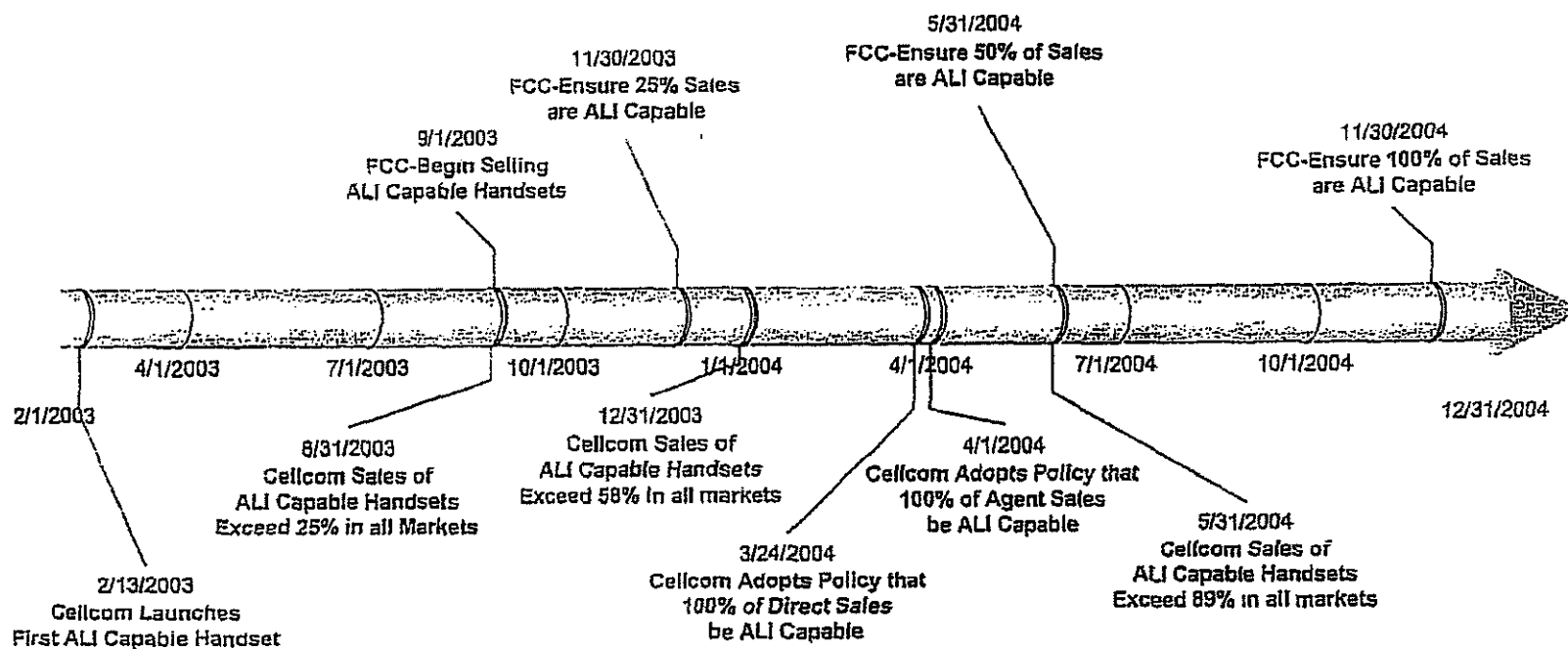


Exhibit 6

Wisconsin's E911 Implementation Schedule¹

County	Phase I Impl. Date	Phase II Impl. Date
Adams	3Q 2007	3Q 2007
Ashland	4Q 2006	4Q 2006
Barron	4Q 2005	4Q 2005
Bayfield	4Q 2006	4Q 2006
Brown	1Q 2006	1Q 2006
Buffalo	3Q 2007	3Q 2007
Burnett	1Q 2006	1Q 2006
Calumet	4Q 2005	4Q 2005
Chippewa	1Q 2006	1Q 2006
Clark	1Q 2006	1Q 2006
Columbia	1Q 2006	1Q 2006
Crawford	4Q 2005	4Q 2005
Dane	September 2005	September 2005
Dodge	April 2006	April 2006
Door	January 2006	January 2006
Douglas	3Q 2005	3Q 2005
Dunn	1Q 2006	1Q 2006
Eau Claire	1Q 2006	1Q 2006
Florence	September 2005	September 2005
Fond du Lac	January 2005	January 2005
Forest	January 2006	January 2006
Grant	1Q 2006	1Q 2007
Green	November 2006	November 2006
Green Lake	4Q 2006	4Q 2006
Iowa	4Q 2006	4Q 2006
Iron		
Jackson	September 2005	September 2005
Jefferson	December 2005	December 2005
Juneau		
Kenosha	4Q 2007	4Q 2007
Kewaunee	3Q 2007	3Q 2007
La Crosse	1Q 2007	1Q 2007
Lafayette	1Q 2006	1Q 2006
Langlade	2Q 2006	2Q 2006
Manitowoc	4Q 2005	4Q 2005

¹ This information contained in this exhibit was obtained from each PSAP's Wireless 911 Grant Application filed with the Public Service Commission of Wisconsin in which, in part, the PSAP sets forth the date of which it anticipates being Phase I and Phase II ready. To search for each PSAP's Wireless 911 Grant Application, go to http://psc.wi.gov/apps/erf_search/default.aspx and enter "05 TR 104: in the Utility/Docket section.

Bold = Counties Cellcom provides service

Marathon	1Q 2006	1Q 2006
Marinette	2Q 2006	2Q 2006
Marquette	4Q 2006	4Q 2006
Menominee		
Milwaukee	3Q 2005	3Q 2005
Monroe	3Q 2007	4Q 2007
Oconto	January 2006	January 2006
Oneida	June 2006	June 2006
Outagamie	4Q 2005	4Q 2005
Ozaukee	2Q 2006	2Q 2006
Pepin	3Q 2006	3Q 2006
Pierce	3Q 2006	3Q 2006
Polk	2Q 2006	2Q 2006
Portage	August 2005	August 2005
Price	2Q 2006	2Q 2006
Racine	June 2005	June 2005
Richland	2Q 2006	2Q 2006
Rock	3Q 2006	3Q 2006
Rusk	May 2005	March 2006
St. Croix	July 2006	July 2006
Sauk	1Q 2007	1Q 2007
Sawyer	4Q 2005	4Q 2005
Shawano	3Q 2006	3Q 2006
Sheboygan	2Q 2006	2Q 2006
Taylor		
Trempealeau	3Q 2006	3Q 2006
Vernon	1Q 2007	1Q 2007
Vilas	November 2005	November 2005
Walworth	3Q 2005	3Q 2005
Washburn	4Q 2006	4Q 2006
Washington	4Q 2005	4Q 2005
Waukesha	August 2004	February 2005
Waupaca	3Q 2006	3Q 2006
Waushara	4Q 2006	4Q 2006
Winnebago	4Q 2005	4Q 2005
Wood	4Q 2006	4Q 2006

Bold = Counties Cellcom provides service

Exhibit 7



OFFICE OF
COUNTY DISPATCH

TERRY ZIMMERMAN, COMMUNICATIONS DIRECTOR

May 23, 2005

Cellcom Incorporated
1580 Mid Valley Drive
Depere, WI. 54115

Dear Sir/Madam

In January of this year you received correspondence from Erik K. Lowman, Marinette County Emergency Management Director, requesting both **Phase I and Phase II Wireless 9-1-1 service** from your company to be installed and tested prior to **July 31, 2005**. I have enclosed a copy of this earlier correspondence. The intent of this correspondence is to inform you the date to have this installed and tested has been moved back to **March 31, 2006**. I apologize for any inconvenience this may have caused. Additionally, I will be Marinette County's contact person so please contact me within an appropriate time frame so we can discuss cell face/site routing and any other issue that needs to be addressed in order to meet our deadline of having Phase II service from your company no later than **March 31, 2006**.

Sincerely,

A handwritten signature in cursive script that reads 'Terry Zimmerman'.

Terry Zimmerman, Director
Marinette County Communications



MANITOWOC COUNTY
EMERGENCY SERVICES DIVISION



June 8, 2005

Larry Lueck
Cellcom Inc.
1580 Mid Valley Drive
De Pere WI 54115

Dear Mr. Lueck,

The intent of this letter is to formally request both Phase I & II Wireless 9-1-1 service from your company to be installed and tested prior to **January 1, 2006**. **We are extending the time window because of vendor problems in delivering equipment.** Per State of Wisconsin Statute 146.70(3)(m), the County of Manitowoc has, by resolution, designated the Manitowoc County Joint Dispatch Center as the primary PSAP for wireless 9-1-1 calls in this county, and also authorized the Public Works Department of Manitowoc County to apply for and accept grant monies from the State of Wisconsin for costs associated with providing 9-1-1 services.

In addition, FCC Docket No. 94-102 specifies that a PSAP meet certain requirements in order to make a valid request for Enhanced Wireless 9-1-1. The Manitowoc County Joint Dispatch Center, being the authorized PSAP for Manitowoc County, will have the necessary services and equipment in place by September 15, 2005 in order to receive and use the data associated with wireless 9-1-1 calls, both Phases I & II. In 2003, the State of Wisconsin passed the appropriate legislation that enables cost recovery for both the PSAPs and the Wireless Carriers.

The Manitowoc County Communications Center has purchased and will have installed by September 15, 2005, a Positron Lifeline 100 9-1-1 phone system, and a New World Systems Computer Assisted Dispatch system that includes a map of the county accessible by longitude and latitude coordinates. SBC, the County's 9-1-1 provider, will have four (4) Wireless 9-1-1 trunks installed no later than January 1, 2006, in the County's PSAP.

Please contact Mike Place, W911 Project Coordinator, 920-683-2799, within an appropriate time frame so discussion can take place on cell face/site routing and any other issues that need to be addressed in order to meet our deadline of having Phase II service from your company no later than **January 1, 2006**.

Sincerely,

Kay L. Beilke
JDC Administrator

Nancy H. Crowley, R.N., C.E.M
Division Coordinator
Emergency Management Director
Phone: 920-683-4207
Fax: 920-683-4568
e-mail: nhcrowley@sbcglobal.net

Kay Beilke
Administrator
Joint Dispatch Center
Phone: 920-683-5033
Fax: 920-683-4946
e-mail: klb0803@mtso.manitowoc.wi.us

Exhibit 8



PORTAGE COUNTY

Emergency Management - 911 Office

TELEPHONE (715) 346-1398 • FAX (715) 343-6232
LAW ENFORCEMENT CENTER

1500 STRONGS AVENUE
STEVENS POINT, WI 54481

August 18, 2005

Larry L. Lueck
Cellcom
P.O. Box 19079
Green Bay, WI 54307-9079

Dear Mr. Lueck:

Thank you for the letter you sent updating us on where Cellcom stands in bringing wireless E911 service to the residents of our county and where Cellcom stands with the federal E911 rules.

As an initial matter, we appreciate your commitment and ability to meet the mandated deadline (e.g. six months from receiving a valid PSAP request) in delivering Phase II information to us with respect to your customers that already have location-capable handsets.

With respects to the Federal Communication Commission's (FCC) Phase II enhanced 911 (E911) requirement that Tier III carriers, such as Cellcom, achieve a location-capable handset penetration rate among its subscribers of at least 95% by December 31, 2005 (47 C.F.R. § 20.18(g)(1)(v)), we support your request for a waiver.

We understand the difficulties you face as you transition your remaining customers to location-capable handsets, especially those customers that continue to operate on your analog network. For that matter, we do not object to your request before the FCC.

We look forward to working with you as we deploy Phase II E911 service in our county and bring this valuable service to our residents.

Sincerely,

A handwritten signature in cursive script, appearing to read "Sandra A. Curtis", is written over the word "Sincerely,".

August 23, 2005

Larry L. Lueck
Cellcom
P.O. Box 19079
Green Bay, WI 54307-9079

Dear Mr. Lueck:

Thank you for the letter you sent updating us on where Cellcom stands in bringing wireless E911 service to the residents of our county and where Cellcom stands with the federal E911 rules.

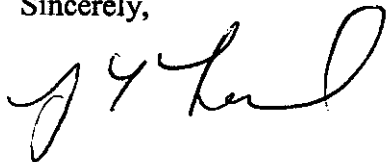
As an initial matter, we appreciate your commitment and ability to meet the mandated deadline (e.g. six months from receiving a valid PSAP request) in delivering Phase II information to us with respect to your customers that already have location-capable handsets.

With respects to the Federal Communications Commission's (FCC) Phase II enhanced 911 (E911) requirement that Tier III carriers, such as Cellcom, achieve a location-capable handset penetration rate among its subscribers of at least 95% by December 31, 2005 (47 C.F.R. § 20.18(g)(1)(v)), we support your request for a waiver.

We understand the difficulties you face as you transition your remaining customers to location-capable handsets, especially those customers that continue to operate on your analog network. For that matter, we do not object to your request before the FCC.

We look forward to working with you as we deploy Phase II E911 service in our county an bring this valuable service to our residents.

Sincerely,



Kenan County Sheriff Det.

Exhibit 9

From: Joseph VanOosterhout [mailto:jvano@mqtcity.org]
Sent: Tuesday, June 28, 2005 7:50 PM
To: MillerHR@michigan.gov
Cc: Bubba Lidke; oem@chartermi.net; scsheriff@chartermi.net; tmckee@chippewacountymi.gov; bberbohm@escanaba.org; JHansen@Escanaba.org; jloeper@gogebic.org; Ralph.benton2@intrado.com; algershf@jamadots.com; timmo@jamadots.com; BenaglioA@michigan.gov; brownlr@michigan.gov; LoydJ@michigan.gov; Gjohnson@mqtcity.org; jvano@mqtcity.org; dwormwood@new.rr.com; ksheriff@pasty.com; ic911@up.net; luceem@up.net; luconine@up.net; peteschlitt@yahoo.com
Subject: Cellcom

I am pleased to announce that Cellcom successfully deployed Phase I and Phase II in Marquette County today. Bubba Lidke of Cellcom was present in the dispatch center for part of the testing and this proved to be a valuable experience for him and us. Cellcom conducted tests of 10 different type phones (GPS, non-GPS, uninitialized, PTT, etc) all with great success. Congratulations to them and welcome aboard!

I wish other companies trying to deploy Phase II would follow Cellcom's lead.....!

Joseph W. Van Oosterhout
Manager
Marquette County Central Dispatch
180 US-41 East
Negaunee, MI 49866
906.475.1118

Exhibit 10



E911 Compliance Policy

Effective April 1, 2004, all handsets activated and upgraded must be GPS capable/E911 compliant. Non-compliant handsets sold to customers after this date are not allowed.

This policy is a result of the FCC's mandate on Enhanced 911 services. Cellcom is actively working towards meeting the rules established by the FCC for improving the effectiveness and reliability of wireless 911 services by providing 911 dispatchers with additional information on wireless 911 calls.

The following activity is still allowed:

- 1 We may continue to use non-compliant loaner phones until December 31, 2004. As of January 1, 2005 all loaner phones will have to be E911 compliant. Please begin converting your loaner phone stock to compliant handsets.
- 2 Customers may continue to repair non-compliant phones and put them back on the network after the repair is complete.
- 3 Non-compliant phones under warranty may be replaced or repaired in order to maintain the customer's warranty. Since we have a 1-year warranty and our last non-compliant handsets were sold April 1, 2004, this issue should take care of itself by April 1, 2005.
- 4 Customers with multiple line accounts may deactivate E911 compliant handsets while retaining active non-compliant handsets.

The following activity is not allowed:

- 1 Customers may not activate or upgrade to non-compliant handsets.
- 2 Customers may not purchase and activate non-compliant handsets at no term/no promo rates.
3. Customers may not activate any previously owned, non-compliant handsets whether as new line activations, upgrades or ESN changes. This includes, but is not limited to, the following situations:
 - a. Customer loses or damages an E911 compliant handset and wants to put an old, non-compliant handset back on the network.
 - b. Customer wants to do an ESN change to a different non-compliant handset. For example, we will not allow a customer to change an ESN from his handset to his bag phone for a weekend and then change it back.
 - c. Customer upgrades from analog to an E911 compliant digital handset and wants to do a 30-day return and go back to the analog handset.

In the above scenarios, the customer could purchase used, compliant handsets at a reduced price from you. In the case of the 30-day return, the customer would need to try a different E911 compliant handset.

These policies apply to both prepaid and postpaid customers. Please note that Cellcom will be auditing account activity to ensure that this policy is being followed, as it is vital that we all work together to achieve the FCC mandates. Please do your best to inform customers that this has been mandated by the FCC and that Cellcom is trying to comply with the FCC mandate. Customers should also be made aware that all wireless companies are required to comply with the FCC mandate.

If you have any questions regarding acceptable customer activity, please contact your Lead or Market Manager for clarification.

Exhibit 11



Agent Requirements for E911 Compliance

Cellcom is actively working towards meeting the Enhanced 911 (E911) rules established by the FCC for improving the effectiveness and reliability of wireless 911 services by providing 911 dispatchers with additional information on wireless 911 calls

The wireless E911 program is divided into two parts - Phase I and Phase II. Phase I requires carriers to report the telephone number of a wireless 911 caller and the location of the antenna that received the call. Phase II requires wireless carriers to provide far more precise location information, within 50 to 100 meters in most cases. The deployment of E911 requires the development of new technologies and upgrades to local 911 Public Safety Answering Points (PSAPs), as well as coordination among public safety agencies, wireless carriers, technology vendors, equipment manufacturers, and local wireline carriers. The FCC established a four-year rollout schedule for Phase II, beginning October 1, 2001 and to be completed by December 31, 2005. By December 31, 2005, 95% of all handsets on Cellcom's network must be E911 compliant.

Cellcom is using a handset solution for implementing E911 technologies, which means that GPS-based handsets will be used to locate wireless 911 callers. Most of the handsets carried by Cellcom at this time already are GPS based. The only current exceptions are the Kyocera 5135 and the Motorola v60ci. The Kyocera 5135 will soon be declared "end of life" by Kyocera, and the Motorola v60ci will soon be replaced with the GPS-based v60x version. By January 1, 2004, Cellcom expects its retail stores to be selling only E911 compliant handsets.

All handsets sold or activated by Cellcom agents must be 100% E911 compliant beginning April 1, 2004. This means that agents may only sell and activate GPS-based, digital handsets. Analog, dual mode and non-GPS-based, tri mode handsets will not be allowed to be activated on the network after March 31, 2004. Of the digital handsets carried by Cellcom, the following models are GPS-based:

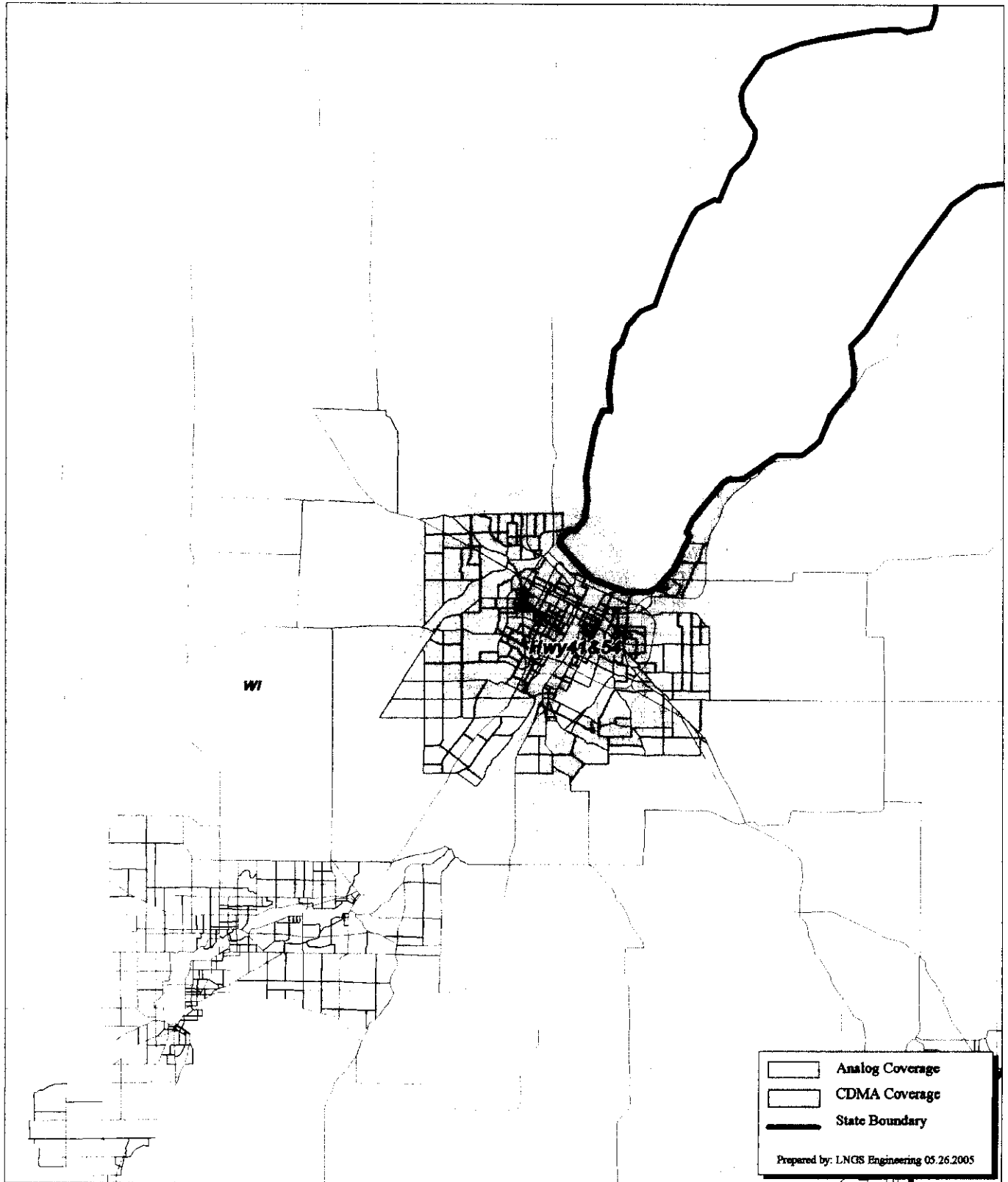
- Kyocera - 2325, Phantom, Blade
- Motorola - V120e, T720
- Nokia - 3585i, 3586i

Ample notice is being provided to you regarding E911 compliance so that you have plenty of time to sell through your analog, dual mode and non-GPS, tri mode handsets. After November 30, 2003, Cellcom will not be accepting returns of any non-compliant handsets.

Please note that all digital handsets must be purchased directly through Cellcom or from approved Cellcom vendors so that we can accurately track compliance. Only handsets approved by Cellcom and provisioned with Cellcom software and PRLs may be purchased through approved vendors.

Exhibit 13

***Comparison Analysis for TDMA and CDMA Coverage
For an Omni Site***



***Comparison Analysis for TDMA and CDMA Coverage
For a 3-Sector Site***

